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SHAW BROTHERS HOLDINGS LIMITED

邵氏兄弟控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock code: 00953)

ANNOUNCEMENT OF THE UNAUDITED INTERIM RESULTS FOR THE SIX MONTHS ENDED 30 JUNE 2016

The board (the “Board”) of directors (the “Directors”) of Shaw Brothers Holdings Limited (the “Company”) is pleased to announce the unaudited results of the Company and its subsidiaries (collectively, the “Group”) for the six months ended 30 June 2016 (the “Period”) as follows:

CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the six months ended 30 June 2016

		Six months ended 30 June	
	Notes	2016 RMB'000 (Unaudited)	2015 RMB'000 (Unaudited)
Revenue	4	50,657	74,825
Cost of sales		(41,986)	(60,257)
Gross profit		8,671	14,568
Other income		11,788	5,716
Impairment loss recognised in respect of trade receivables		(13,956)	(49,196)
Impairment loss recognised in respect of inventories		–	(5,238)
Impairment loss recognised in respect of property, plant and equipment		(8,604)	(5,552)
Selling and distribution costs		(2,073)	(4,599)
Administrative expenses		(12,191)	(14,558)
Other operating expenses		(798)	(2,444)
Finance costs	6	(3,174)	(7,238)
Loss before tax		(20,337)	(68,541)
Income tax	7	–	–
Loss and total comprehensive expenses for the period	8	(20,337)	(68,541)

		Six months ended 30 June	
		2016	2015
<i>Notes</i>		<i>RMB'000</i>	<i>RMB'000</i>
		(Unaudited)	(Unaudited)
Loss and total comprehensive expenses			
for the period attributable to:			
Owners of the Company		(20,337)	(68,541)
Non-controlling interests		<u>—</u>	<u>—</u>
		<u>(20,337)</u>	<u>(68,541)</u>
Loss per share – Basic and diluted (<i>RMB cents</i>)	<i>10</i>	<u>(1.60)</u>	<u>(5.79)</u>

CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As at 30 June 2016

		30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
	<i>Notes</i>		
Non-current assets			
Property, plant and equipment		59,507	68,951
Prepaid lease payments		10,504	10,674
Investments in films		63,896	24,456
Loan receivable		–	20,380
		<u>133,907</u>	<u>124,461</u>
Current assets			
Inventories		23,612	16,361
Trade and other receivables	11	62,014	114,670
Consideration receivable		44,131	–
Deposit paid for potential acquisition		25,836	–
Prepaid lease payments		297	297
Loan receivable		20,380	–
Pledged bank deposit		5,000	5,000
Short-term bank deposits		135,498	36,165
Bank balances and cash		188,221	98,811
		<u>504,989</u>	<u>271,304</u>
Current liabilities			
Trade and other payables	12	21,765	28,830
Receipt in advance		25,836	–
Amount due to a related company		2,159	1,280
Bank borrowings		126,300	117,300
		<u>176,060</u>	<u>147,410</u>
Net current assets		<u>328,929</u>	<u>123,894</u>
		<u><u>462,836</u></u>	<u><u>248,355</u></u>
Capital and reserves			
Share capital		12,322	10,355
Reserves		412,431	238,000
		<u>424,753</u>	<u>248,355</u>
Equity attributable to owners of the Company		424,753	248,355
Non-controlling interests		38,083	–
		<u><u>462,836</u></u>	<u><u>248,355</u></u>

NOTES TO THE CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

For the six months ended 30 June 2016

1. GENERAL INFORMATION

Shaw Brothers Holdings Limited (formerly known as Meike International Holdings Limited) (the “Company”) was incorporated in the Cayman Islands as an exempted company with limited liability on 25 June 2009. The shares of the Company have been listed on the Main Board of the Stock Exchange of Hong Kong Limited (the “Stock Exchange”) since 1 February 2010. The addresses of the registered office and principal place of business of the Company are disclosed in the corporate information to the annual report.

The Company and its subsidiaries (collectively referred to as the “Group”) are principally engaged in the manufacturing, trading of sports goods and investments in films. The Company acts as an investment holding company and engages in investments in films.

The condensed consolidated financial statements are presented in Renminbi (“RMB”), which is the same as the functional currency of the Company.

2. BASIS OF PREPARATION

The condensed consolidated financial statements have been prepared in accordance with Hong Kong Accounting Standard 34 (“HKAS 34”) “Interim Financial Reporting” issued by the Hong Kong Institute of Certified Public Accountants (the “HKICPA”) as well as with the applicable disclosure requirements of Appendix 16 to the Rules Governing the Listing of Securities on the Stock Exchange.

3. PRINCIPAL ACCOUNTING POLICIES

The condensed consolidated financial statements have been prepared on the historical cost basis.

Except as described below, the accounting policies and methods of computation used in the condensed consolidated financial statements for the six months ended 30 June 2016 are the same as those followed in the preparation of the Group’s annual financial statements for the year ended 31 December 2015.

In the current period, the Group has applied the following new and revised Hong Kong Financial Reporting Standard (“HKFRSs”), which include HKFRSs, Hong Kong Accounting Standards (“HKAS(s)”), amendments and interpretations issued by the HKICPA which are effective for the Group’s financial year beginning 1 January 2016.

Amendments to HKFRSs	Annual Improvements to HKFRSs 2012-2014 Cycle
Amendments to HKAS 1	Disclosure Initiative
Amendments to HKAS 16 and HKAS 38	Clarification of Acceptable Methods of Depreciation and Amortisation
Amendments to HKAS 16 and HKAS 41	Agriculture: Bearer Plants
Amendments to HKAS 27	Equity Method in Separate Financial Statements
Amendments to HKFRS 10, HKFRS 12 and HKAS 28	Investment Entities: Applying the Consolidation Exception
Amendments to HKFRS 11	Accounting for Acquisitions of Interests in Joint Operations

The application of the above new and revised HKFRSs in the current period has had no material effect on the Group’s financial performance and positions for the current and prior accounting periods and/or disclosures set out in these condensed consolidated financial statements.

4. REVENUE

Revenue represents the amount received and receivable for sales of sports goods, including footwear, apparel and accessories and shoe sole, net of sales related taxes. An analysis of the Group’s revenue is as follows:

	Six months ended 30 June	
	2016	2015
	<i>RMB’000</i>	<i>RMB’000</i>
	(Unaudited)	(Unaudited)
Footwear	50,654	68,738
Apparel	–	6,066
Accessories and shoe sole	3	21
	50,657	74,825

5. SEGMENT INFORMATION

The Group's reportable and operating segments, based on information reported to the chief operating decision maker (the "CODM"), being the board of directors of the Company, for the purpose of resource allocation and performance assessment are as follows:

- (1) Manufacturing and trading – trading of sports goods manufactured by the Group; and
- (2) Investments in films – investments in production and distribution of films.

The Group's reportable segments are strategic business units that offer different products and services. They are managed separately because each business requires different technology and marketing strategies.

During the six months ended 30 June 2016 and 2015, the segment revenue and loss were mainly contributed by the manufacturing and trading segment.

(a) Segment revenue and results

The following is an analysis of the Group's revenue and results by reportable and operating segments.

For the six months ended 30 June 2016

	Manufacturing and trading <i>RMB'000</i> (Unaudited)	Investments in films <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
Segment revenue	<u>50,657</u>	<u>–</u>	<u>50,657</u>
Segment loss	<u>(15,441)</u>	<u>–</u>	<u>(15,441)</u>
Unallocated income			3,822
Unallocated expenses			<u>(8,718)</u>
Consolidated loss before tax			<u>(20,337)</u>

For the six months ended 30 June 2015

	Manufacturing and trading <i>RMB'000</i> (Unaudited)	Investments in films <i>RMB'000</i> (Unaudited)	Total <i>RMB'000</i> (Unaudited)
Segment revenue	<u>74,825</u>	<u>–</u>	<u>74,825</u>
Segment loss	<u>(55,052)</u>	<u>–</u>	<u>(55,052)</u>
Unallocated income			3,075
Unallocated expenses			<u>(16,564)</u>
Consolidated loss before tax			<u>(68,541)</u>

The accounting policies of the operating segments are the same as the Group's accounting policies. Segment loss represents the loss incurred by each segment without allocation of interest income, finance costs and certain administrative expenses and other income. This is the measure reported to the CODM of the Group for the purposes of resource allocation and performance assessment.

(b) Segment assets and liabilities

The following is an analysis of the Group's assets and liabilities by reportable and operating segments:

Segment assets

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
Manufacturing and trading	155,278	208,784
Investments in films	<u>63,896</u>	<u>24,456</u>
Total segment assets	219,174	233,240
Unallocated corporate assets	<u>419,722</u>	<u>162,525</u>
Consolidated total assets	<u>638,896</u>	<u>395,765</u>

Segment liabilities

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
Manufacturing and trading	13,937	24,550
Investments in films	25,836	—
Total segment liabilities	39,773	24,550
Unallocated corporate liabilities	136,287	122,860
Consolidated total liabilities	176,060	147,410

For the purposes of monitoring segment performance and allocating resources between segments:

- all assets are allocated to operating segments other than a loan receivable, consideration receivable, deposit paid for potential acquisition, pledged bank deposit, short-term bank deposits, bank balances and cash and certain other receivables and prepayments as these assets are managed on a group basis; and
- all liabilities are allocated to operating segments other than bank borrowings, amount due to a related company and certain other payables as these liabilities are managed on a group basis.

Revenue from customers of the corresponding period contributing over 10% of the total sales of the Group is as follows:

	Six months ended 30 June	
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Customer A	21,282	17,966
Customer B	9,238	8,337
Customer C	N/A	7,517
Customer D	N/A	7,920
	<u> </u>	<u> </u>

6. FINANCE COSTS

	Six months ended 30 June	
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Interest expenses on bank borrowings	3,174	7,238
	<u> </u>	<u> </u>

7. INCOME TAX

No provisions for Hong Kong Profits Tax and PRC enterprise income tax have been made as the Group does not have any estimated assessable profits arising in Hong Kong and PRC for both periods.

Under the Law of the PRC on Enterprise Income Tax (the “EIT Law”) and Implementation Regulation of the EIT Law, the tax rate of the PRC subsidiaries is 25% for both periods ended 30 June 2016 and 2015.

No withholding tax was accrued as the Group did not generate distributable profits for both periods.

8. LOSS FOR THE PERIOD

Loss for the period has been arrived at after charging (crediting):

	Six months ended 30 June	
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Directors' emoluments:		
Salaries and allowances	1,366	1,377
Contributions to retirement benefits scheme	30	52
	<u>1,396</u>	<u>1,429</u>
Staff costs:		
Salaries and allowances (excluding directors' emoluments)	9,766	14,310
Contributions to retirement benefits scheme (excluding directors)	1,214	1,967
	<u>10,980</u>	<u>16,277</u>
Total staff costs	10,980	16,277
Cost of inventories recognised as an expense	41,986	60,257
Amortisation of prepaid lease payments	170	541
Depreciation of property, plant and equipment	1,304	2,452
Reversal of impairment loss recognised		
in respect of trade receivables	(7,966)	(2,336)
Interest income	(1,539)	(2,981)
Loss (gain) from disposal of property, plant and equipment	59	(65)
Net foreign exchange gain	(2,277)	(306)
Rental income	(6)	(28)
Research and development costs		
(included in other operating expenses) (<i>Note</i>)	739	2,444
	<u><u>739</u></u>	<u><u>2,444</u></u>

Note: Research and development costs included staff costs and depreciation of property, plant and equipment for the purpose of research and development activities.

9. DIVIDEND

No dividends were paid, declared or proposed during the six months ended 30 June 2016 and 2015.

10. LOSS PER SHARE

The calculation of basic and diluted loss per share attributable to the owners of the Company is based on the following data:

	Six months ended 30 June	
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Loss		
Loss for the period attributable to the owners of the Company		
for the purpose of basic and diluted loss per share	<u><u>(20,337)</u></u>	<u><u>(68,541)</u></u>
	<i>'000</i>	<i>'000</i>
Number of shares		
Weighted average number of ordinary shares		
for the purpose of basic and diluted loss per share	<u><u>1,271,121</u></u>	<u><u>1,184,610</u></u>

The computation of diluted loss per share did not assume the exercise of the Company's outstanding share options because the exercise price of those options was higher than the average market price of the Company's shares for the six months ended 30 June 2015.

The diluted loss per share for the six months ended 30 June 2015 was the same as the basic loss per share as there were no dilutive potential ordinary shares outstanding during the interim period.

The Company had no dilutive potential ordinary shares outstanding as at 30 June 2016.

As a result, the diluted loss per share was the same as the basic loss per share for both reporting periods.

11. TRADE AND OTHER RECEIVABLES

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
Trade receivables	164,254	179,027
Less: provision of impairment loss	<u>(141,084)</u>	<u>(135,094)</u>
Trade receivables	<u>23,170</u>	<u>43,933</u>
Other receivables	1,326	5,935
Prepayment to suppliers	37,518	64,739
Other prepayments	<u>–</u>	<u>63</u>
Other receivables and prepayments	<u>38,844</u>	<u>70,737</u>
Trade and other receivables	<u><u>62,014</u></u>	<u><u>114,670</u></u>

The Group generally allows an average credit period ranging from 180 days to 270 days to its trade customers depending on their financial strength, past credit history and business performance history.

The following is an aging analysis of trade receivables (net of accumulated impairment losses of approximately RMB141,084,000 (31 December 2015: approximately RMB135,094,000)), presented based on the invoice date which approximately the revenue recognition date.

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
0 to 90 days	9,774	26,565
91 to 180 days	8,088	9,892
181 to 365 days	<u>5,308</u>	<u>7,476</u>
	<u><u>23,170</u></u>	<u><u>43,933</u></u>

12. TRADE AND OTHER PAYABLES

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
Trade payables	<u>5,204</u>	<u>8,437</u>
Other payables	7,023	11,489
Other tax payables	4,570	4,755
Receipts in advance	1,306	1,975
Accrued payroll and staff welfare	<u>3,662</u>	<u>2,174</u>
	<u>16,561</u>	<u>20,393</u>
Trade and other payables	<u><u>21,765</u></u>	<u><u>28,830</u></u>

The average credit period on purchases of goods is ranged from 60 days to 180 days. The Group has financial risk management policies in place to ensure that all payables are settled within the credit timeframe.

The following is an aging analysis of trade payables presented based on the invoice date at the end of the reporting period:

	30 June 2016 <i>RMB'000</i> (Unaudited)	31 December 2015 <i>RMB'000</i> (Audited)
0 to 90 days	4,351	7,619
91 to 180 days	361	287
181 to 365 days	239	228
More than 365 days	<u>253</u>	<u>303</u>
	<u><u>5,204</u></u>	<u><u>8,437</u></u>

13. OPERATING LEASES COMMITMENT

At the end of the reporting period, the Group had commitment for future minimum lease payment under non-cancellable operating lease which falls due as follows:

	30 June	31 December
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Audited)
Within one year	<u><u>–</u></u>	<u><u>150</u></u>

Operating lease payment represented rental payable by the Group for its office property. Lease is negotiated for an average of 2 years with fixed rental.

14. PLEDGE OF ASSETS

The Group had pledged the following assets to secure bank borrowings of the Group at the end of the reporting period. The carrying values of the assets pledged are as follows:

	30 June	31 December
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Audited)
Buildings held for own use	6,673	7,762
Pledged bank deposit	5,000	5,000
Prepaid lease payments	<u>10,801</u>	<u>10,971</u>
	<u><u>22,474</u></u>	<u><u>23,733</u></u>

15. RELATED PARTY TRANSACTIONS

Saved as disclosed in elsewhere, the Group has the following significant related party transactions:

The remunerations of directors of the Company during the six months ended 30 June 2016 and 2015 were as follows:

	Six months ended 30 June	
	2016	2015
	<i>RMB'000</i>	<i>RMB'000</i>
	(Unaudited)	(Unaudited)
Short-term benefits	1,366	1,377
Post-employment benefits	30	52
	<u>1,396</u>	<u>1,429</u>

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

The slowdown of global and domestic economy and negative spillovers of market sentiment continued to drag down the consumer goods sector in the PRC. Many of the market players are continuing their way to transform and differentiate the brands from others in order to sustain business growth. Some of them have specifically categorise their products as professional sportswear while some others have tried to reform their market strategies.

Business Review

Shaw Brothers Holdings Limited (the “Company” or “Shaw Brothers”) has also started to refine its business strategies in 2015 by combining sports and entertainment. Sportswear industry is no longer mere production of apparel or footwear for sports but it becomes a combination of other concepts or industries. With the effort of the management and the Company laid in 2015, the Company has been transformed with a new corporate image and started to bear fruits in its business performance.

To better align and reflect of the strategic business plan of the Company to combine sports with entertainment and to give a more appropriate corporate image and identity, with the approval by the shareholders of the Company in the extraordinary general meeting dated 5 May 2016, the Company has changed its company names from “Meike International Holdings Limited” to “Shaw Brothers Holdings Limited” and the Chinese name of the Company from “美克國際控股有限公司” to “邵氏兄弟控股有限公司” (“Change of Company Names”) in May 2016. Details of the Change of Company Names are set out in the announcement of the Company dated 19 February 2016 and the circular of the Company dated 6 April 2016. With the renowned if not legendary identification of “Shaw Brothers”, the Company is more than ready to start of its new era for the new business strategy.

The very first step of the transformation, the Company has decided to refine and streamline the business structure. The Company had entered into an agreement regarding disposal of 49% interest in Amber Jungle Limited, a direct wholly-owned subsidiary of the Company to an independent third party, Champ Luck Enterprise Limited (the “Disposal”) so that more resources can be allocated on the general working capital and/or other profitable business and development of the Company. The total consideration of the Disposal amounts to HK\$52,000,000 and was fully settled as at the date of this announcement. Net proceeds from the Disposal was approximately HK\$51,000,000 which will be used as intended of the Company. Details of the Disposal are set out in the circular of the Company dated 31 March 2016 and the announcement of the Company dated 5 May 2016.

Alongside with the Disposal, during the six months ended 30 June 2016, the Company has continued with its dual business strategy of an amalgam of sports and entertainment. Encouraged by the outstanding result of the star-stunned blockbuster, From Vegas to Macau III (賭城風雲3) that the Company had invested in November 2015, the Company has further invested in more films during the six months ended 30 June 2016, including King of Drug Dealers (追龍), The Invincible 12 (十二金剛), 脱皮爸爸 and the long-awaited suspense crime action film, Line Walker (使徒行者) starring Francis Ng, Louis Koo, Nick Cheung and Charmaine Sheh. We cast confidence not only on the box office of these films with promising revenue to the Company, but also to the reputation of the Company via the screens in the cinemas in Hong Kong, China and even other parts of the world.

Meanwhile, the Company understands the dual business strategy will succeed only with the support of sufficient resources of the Company. In April 2016, the Company had entered into a placing agreement with two placing agents, namely Get Nice Securities Limited and Emperor Securities Limited, pursuant to which the Company would place up to 235,000,000 new shares to no less than six independent placees at HK\$1.00 on best effort basis (the “Placing of Shares”). The net proceeds from this Placing of Shares amounts to approximately HK\$228,900,000, of which HK\$51,000,000 has been used for investment in films and general working capital of the Company. The unutilized proceeds of HK\$177,900,000 has been hold in cash in bank and will be used as intended for future business development, potential investment opportunity and general working capital. Details of the Placing of Shares are set out in the announcements dated 11 April 2016 and 25 April 2016.

To go further up a notch in film investment business, in June 2016, the Company had also entered into a term sheet for acquisition of 20% of equity interest of Mega-Vision Project Workshop Limited, a company engaging in production and distribution of films (“Potential Acquisition”). The Company had paid an refundable earnest money of HK\$30,000,000, representing 30% of the total consideration of the Potential Acquisition. The Company is conducting due diligence exercise in relation to the Potential Acquisition and shall make relevant disclosure of the Potential Acquisition when appropriate.

The following table sets out the total number of the Group's distributors and outlets (including Meike distributor outlets and Meike retailer outlets) in China as at 30 June 2016 and 31 December 2015, respectively by geographical location:

	As at 30 June 2016		As at 31 December 2015	
	Distributors	Outlets	Distributors	Outlets
East China ⁽¹⁾	2	34	2	98
Central South China ⁽²⁾	—	—	3	44
Total	<u>2</u>	<u>34⁽³⁾</u>	<u>5</u>	<u>142⁽⁴⁾</u>

Notes:

⁽¹⁾ East China includes Shanghai, Zhejiang and Fujian.

⁽²⁾ Central South China includes Hubei and Guangdong.

⁽³⁾ 34 were Meike distributor outlets.

⁽⁴⁾ 139 were Meike distributor outlets and 3 were Meike retailer outlets.

Product Development and Design

Currently, each of the footwear and apparel segments has its own dedicated in-house design team to design products that meet the tastes and preferences of the Group's target consumers. The core members of the Group's design teams have extensive experience in the design industry and graduated from design or art schools in the PRC. The majority of the Group's design team members graduated from college in the PRC and have design or art related diploma. Most of the Group's design team members have more than 10 years design related experience after joining the Group.

As at 30 June 2016, the Group had a total of 22 full-time employees in its design and development department.

Financial Review

Revenue by product category

	Six months ended 30 June		Change (%)	Six months ended 30 June	
	2016 <i>RMB'000</i>	2015 <i>RMB'000</i>		2016 <i>% of total revenue</i>	2015
Domestic					
Footwear	855	6,005	(85.8)	1.7	8.0
Apparel	–	6,066	(100.0)	–	8.1
Accessories and shoe soles	3	21	(85.7)	–	0.1
	858	12,092	(92.9)	1.7	16.2
Export					
Footwear	49,799	62,733	(20.6)	98.3	83.8
	49,799	62,733	(20.6)	98.3	83.8
Total	50,657	74,825	(32.3)	100	100
Gross profit margin (%)	17.1	19.5	(12.3)		

For the Period, the revenue of the Group decreased by approximately 32.3% to approximately RMB50,657,000 (six months ended 30 June 2015: approximately RMB74,825,000) and the gross profit margin decreased by approximately 12.3% to approximately 17.1% (six months ended 30 June 2015: approximately 19.5%).

Revenue from domestic sales of footwear products decreased by approximately 85.8% from approximately RMB6,005,000 for the six months ended 30 June 2015 to approximately RMB855,000 for the Period, mainly as a result of the intensified competition and closure of our retail outlets.

Revenue from export sales decreased by approximately 20.6% from approximately RMB62,733,000 for the six months ended 30 June 2015 to approximately RMB49,799,000 for the Period. This is mainly due to the decrease in the sales and intensified competition.

Cost of Sales

Cost of sales decreased by approximately 30.3% to approximately RMB41,986,000 for the Period (six months ended 30 June 2015: approximately RMB60,257,000), primarily as a result of the decreased in the cost of export sales to the overseas markets.

Gross Profit Margin

Gross profit margin decreased from approximately 19.5% for the six months ended 30 June 2015 to approximately 17.1% for the Period, mainly due to the significant decrease in domestic sales as the gross profit margin of domestic sales was higher than the gross profit margin of export sales.

Other Income

Other income represented mainly the interest income and the reversal of impairment loss recognised in respect of trade receivables.

Selling and Distribution Costs

Selling and distribution costs decreased by approximately 54.9% from approximately RMB4,599,000 for the corresponding period in 2015 to approximately RMB2,073,000 for the Period, primarily resulting from the decrease of the marketing expenses.

Administrative Expenses

Administrative expenses decreased by approximately 16.3% from approximately RMB14,558,000 for the corresponding period in 2015 to approximately RMB12,191,000 for the Period, primarily due to the decrease in the staff salaries and welfare.

Income Tax Expense

The Group did not have any income tax expense for both periods ended 30 June 2016 and 2015.

Inventories and Provision for Inventories

The following table sets out the aging analysis of inventories net of allowance for inventories:

	As at 30 June 2016				As at 31 December 2015			
	Raw	Work-in-	Finished	Total	Raw	Work-in-	Finished	Total
	Materials	progress	Goods		Materials	progress	Goods	
	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>	<i>RMB'000</i>
0-90 days	9,602	210	885	10,697	5,839	78	1,517	7,434
91-180 days	9,838	–	–	9,838	6,142	–	352	6,494
181-365 days	3,077	–	–	3,077	1,905	–	145	2,050
Over 365 days	–	–	–	–	–	–	383	383
	<u>22,517</u>	<u>210</u>	<u>885</u>	<u>23,612</u>	<u>13,886</u>	<u>78</u>	<u>2,397</u>	<u>16,361</u>

The Group generally procures raw materials and commences production after having confirmed purchase orders with our distributors after our sales fairs in order to control the levels of raw materials and keep finished goods inventories at an optimal level to meet our production and sales needs.

Inventories increased by approximately 44.3% from approximately RMB16,361,000 as at 31 December 2015 to approximately RMB23,612,000 as at 30 June 2016 and number of days of inventory turnover increased from approximately 70.1 days for the year ended 31 December 2015 to approximately 144.0 days for the Period. Increase in the number of days of inventory turnover was mainly due to the increased in the balance of inventory during the Period.

The Group made specific provision on inventories. The Group has conducted physical counts from time to time to identify obsolete, damaged or slow-moving inventories. Provision will be made on an item of inventories if the carrying amount is lower than the net realisable value.

No allowance has been made on finished goods as at 30 June 2016 (31 December 2015: approximately RMB5,238,000) that were obsolete and unable to sell in either domestic or overseas market.

No provision was made for work-in-progress as those work-in-progress was still in progress and for orders of the second half of 2016.

Provision for Doubtful Debts

The Group generally granted each of our distributors a credit period of no more than 180 days, however, the Group has extended the credit period for certain distributors up to 270 days since 2013 upon negotiation after considering their financial strength, past credit history and business performance history. The Group believed that this would allow these distributors with more flexibility, which in turn might encourage them to sustain their development of our brand or enhance their sales even in market with intensified competition and reduction in demand. This measure was adopted by the Group temporarily and will be revised from time to time according to the market situation.

Trade receivables, net of provision for impairment loss, decreased by approximately 47.3% from approximately RMB43,933,000 as at 31 December 2015 to approximately RMB23,170,000 as at 30 June 2016. Besides, turnover day of trade receivables increased from approximately 195.4 days for the year ended 31 December 2015 to approximately 241.7 days for the Period due to further recognition of impairment loss as at 30 June 2016. The reason for the increase in the number of turnover day of trade receivables was mainly due to the decrease in sales by approximately 32.3% as compared to the same period of 2015.

Other receivables mainly represented the prepayment to the Group's suppliers as the Group had to retain sufficient materials to cope with the Group's production plans.

The Group estimated impairment loss on trade and other receivables based on the inability of customers to make the required payments and there was objective evidence that the Group would not be able to collect all amounts due. The Group made the estimates based on the payment history, customer's credit worthiness, historical write-off experience and default or delinquency in payments. During the six months ended 30 June 2016, impairment loss in respect of trade receivables was recognised in the condensed consolidated statement of profit or loss and other comprehensive income amounting to approximately RMB13,956,000.

No impairment loss was recognised in respect of other receivables.

Details of trade and other receivables as at 30 June 2016 are set out in note 11 to the condensed consolidated interim financial statements in this announcement.

Liquidity and Financial Resources

During the Period, net cash inflow from operating activities of the Group amounted to approximately RMB55,945,000 (six months ended 30 June 2015: net cash outflow of approximately RMB16,962,000). As at 30 June 2016, cash and cash equivalents, including bank deposits and cash in hand, and short-term bank deposits amounted to approximately RMB323,719,000, representing a net increase of approximately RMB188,743,000 as compared to the position as at 31 December 2015. As at 30 June 2016, the Group's cash balance were denominated in Renminbi and Hong Kong Dollars only.

Pledge of Assets

As at 30 June 2016, the Group secured its bank borrowings by prepaid lease payments and buildings held for own use with an aggregate carrying amount of approximately RMB17,474,000 (31 December 2015: approximately RMB18,733,000) and bank deposit of approximately RMB5,000,000 (31 December 2015: approximately RMB5,000,000).

Capital Commitments and Contingent Liabilities

As at 30 June 2016 and 31 December 2015, the Group did not have any material capital commitments and contingent liabilities.

Loss Attributable to the Owners of the Company and Net Loss Margin

For the Period, loss attributable to the owners of the Company amounted to approximately RMB20,337,000, representing a decrease of approximately 70.3% over that in the same period of 2015 (six months ended 30 June 2015: loss attributable to the owners of the Company amounted to approximately RMB68,541,000). Net loss margin of the Group is approximately 40.1% (six months ended 30 June 2015: net loss margin approximately 91.6%).

Foreign Exchange Risk

The Group mainly operates in the PRC and Hong Kong with most of its transactions settled in Renminbi and Hong Kong Dollars. Part of the Group's cash and bank deposits is denominated in Hong Kong Dollars.

During the Period, the Group did not hedge any exposure in foreign currency risk. Any substantial exchange rate fluctuation of foreign currencies against Renminbi may cause financial impacts on the Group.

Gearing Ratio

As at 30 June 2016, the gearing ratio of the Group was approximately 19.8% (31 December 2015: approximately 29.6%), which was derived by dividing interest-bearing debt incurred in the ordinary course of business by total assets.

Interest-Bearing Bank Borrowings

As at 30 June 2016, the Group's bank borrowings amounted to approximately RMB126,300,000, bearing interest rates from 4.39% to 5.29%, which are all due within one year.

Human Resources

As at 30 June 2016, the Group had a total of 564 employees (31 December 2015: 880 employees).

Material Acquisition and Disposal

On 25 January 2016, the Company entered into an agreement with Champ Luck Enterprise Limited (the "Purchaser"), pursuant to which the Company has agreed to sell and the Purchaser has agreed to acquire the sale interests, representing 49% of the issued share capital of a wholly-owned subsidiary, Amber Jungle Limited, for a total cash consideration of HK\$52,000,000. Amber Jungle Limited is a company established in the BVI with limited liability. Amber Jungle Limited, through its wholly owned subsidiaries, is principally engaged in the manufacturing and trading of sports goods.

Save as disclosed above, the Group did not have any other material acquisition and disposal of subsidiaries and associated companies during the Period.

Events after the End of Reporting Period

The Company does not have any other events after the reporting period.

Future Prospects

As the domestic demand of our Meike brand is still low and the competition in the industry is still intense, the Group is intended to maintain the current business directions of the Company while paying attention to the general market conditions and refine the business strategy accordingly. The Company believes that we are gaining momentum in the existing film investment business, with the fresh corporate imagine and new company name established during the Period, the Company will continue to leverage on any valuable investment opportunities so that the Company can develop sustainably for the benefit of the Company and its shareholders.

OTHER INFORMATION

Interim Dividend

The Board did not recommend the payment of interim dividend for the Period (six months ended 30 June 2015: Nil).

Interests of Directors in Contracts

During the Period, none of the Directors had a material interest, whether directly or indirectly, in any contract of significance to which the Company or any of its subsidiaries or affiliates was a party.

Directors' Interest in Competing Business

None of the Directors or any of their respective close associates had any interest in a business which competes or is likely to compete, either directly or indirectly, with the business of the Group.

PURCHASE, SALES OR REDEMPTION OF THE COMPANY'S LISTED SECURITIES

Neither the Company nor any of its subsidiaries has purchased, sold or redeemed any of the Company's listed securities during the Period.

CORPORATE GOVERNANCE

The Company has complied with the code provisions of the Corporate Governance Code and Corporate Governance Report (the “Code”) as set out in Appendix 14 of the Rules Governing the Listing of Securities on the Stock Exchange (the “Listing Rules”) during the Period, save for the following:

Code Provision A.4.1

The non-executive Director, Mr. Gu Jiong, appointed on 29 January 2016, is not appointed for a specific term, but is subject to re-election at the first general meeting of the Company after his appointment and the rotation requirements as set out in the articles of association of the Company. He was successfully re-elected at the extraordinary general meeting of the Company held on 5 May 2016.

MODEL CODE FOR SECURITIES TRANSACTIONS BY DIRECTORS OF LISTED ISSUERS

The Company has adopted the “Model Code for Securities Transactions by Directors of Listed Issuers” as set out in Appendix 10 of the Listing Rules (the “Model Code”) as the code of conduct regarding directors’ securities transactions. Having made specific enquiry with all Directors, all Directors confirmed that they have complied with the required standard set out in the Model Code throughout the Period.

AUDIT COMMITTEE

The Company has an audit committee (the “Audit Committee”) with terms of reference aligned with the provision of the Code as set out in Appendix 14 to the Listing Rules for the purpose of reviewing and providing supervision on the financial reporting process and internal controls of the Group. The Audit Committee comprises three members, Mr. Poon Kwok Hing, Albert (Chairman), Mr. Pang Hong and Miss Szeto Wai Ling Virginia, all are independent non-executive directors.

During the Period, the Audit Committee reviewed the unaudited condensed consolidated interim financial statements of the Group for the Period. The Audit Committee has reviewed this announcement and has provided advice and comments thereon to the Board. The Audit Committee is of the opinion that this announcement complied with applicable accounting standards, the Listing Rules, and that adequate disclosures have been made.

PUBLICATION OF THE RESULTS ANNOUNCEMENT AND THE INTERIM REPORT

This announcement is published on the website of the Stock Exchange and the website of the Company at www.shawbrotherspictures.com. The interim report of the Group for the six months ended 30 June 2016 will be despatched to shareholders at the appropriate time and will be available on the Company's website at www.shawbrotherspictures.com and the website of the Stock Exchange in due course.

By Order of the Board
Shaw Brothers Holdings Limited
Dr. Allan Yap
Chairman

Hong Kong, 22 August 2016

As at the date of this announcement, the Board of the Company comprises Dr. Allan Yap (Chairman), Mr. Ding Siqiang, Ms. Ding Xueleng and Miss Lok Yee Ling Virginia as executive Directors; Mr. Gu Jiong and Mr. Wong Ka Ching as non-executive Directors and Mr. Pang Hong, Mr. Poon Kwok Hing, Albert and Miss Szeto Wai Ling Virginia as independent non-executive Directors.